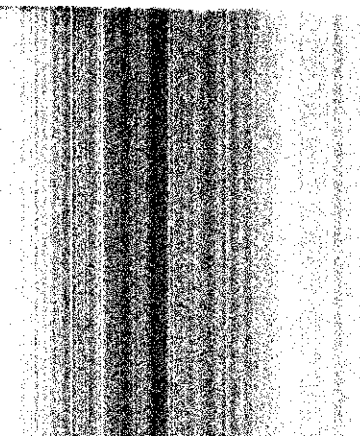
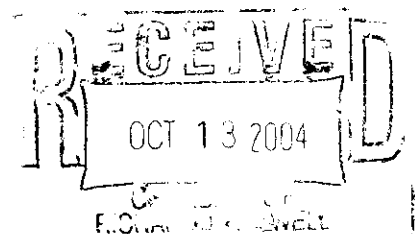


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
INNOVATIVE CUSTOM BRANDS INTL., INC.,	:	Civil Action No.:
	:	4 CV 2937 (RJH)
Plaintiff,	:	
-against-	:	STIPULATION OF DISMISSAL
	:	<u>WITHOUT PREJUDICE</u>
SOLE CITY, INC., SOLOMON SAFDEYE,	:	
ALAN KANDALL, JEFFREY BERNSTEIN	:	
and MARC DOLCE,	:	
Defendants.	:	
-----	X	

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel of record for Plaintiff, Innovative Custom Brands Intl., Inc. ("Plaintiff"), and counsel for Defendants, Sole City, Inc. ("Sole City") and Solomon Safdeye ("Safdeye"), that

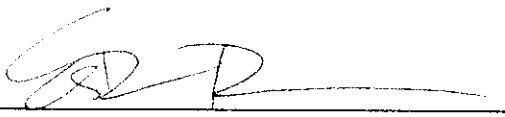
- (i) The Seventh and Eighth Claims for Relief are dismissed as to Defendants Sole City and Safdeye, pursuant to Federal Rules of Civil Procedure § 41(a)(1), without prejudice and without an award of costs, expenses or disbursements to any party; and
- (ii) Defendants Sole City and Safdeye will not oppose a motion by Plaintiffs for leave to amend the Complaint to assert claims against Defendants Sole City and Safdeye for Fraud and Negligent Misrepresentation at any time prior to the expiration of the parties' time to move to amend the Complaint;



(iii) However, Defendants Sole City and Safdeye reserve their right to assert any and all objections and defenses to such amended complaint including, but not limited to, the filing of a motion to dismiss.

Dated: New York, New York
July 7, 2004

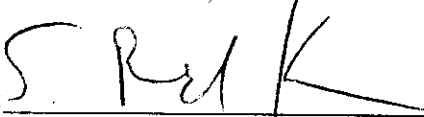
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Attorneys for Defendants
Sole City, Inc. and
Solomon Safdeye

SO ORDERED



Hon. Richard J. Holwell
United States District Judge

Dated: 10/14, 2004